

B1 (Official Form 1) (12/11)

UNITED STATES BANKRUPTCY COURT Western District of Texas						VOLUNTARY PETITION			
Name of Debtor (if individual, enter Last, First, Middle): VPR Operating, LLC						Name of Joint Debtor (Spouse) (Last, First, Middle):			
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):						All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):			
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):						Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):			
Street Address of Debtor (No. and Street, City, and State): 1406 Camp Craft Road, Suite 106 Austin, TX <div style="text-align: right;">ZIP CODE 78746</div>						Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>			
County of Residence or of the Principal Place of Business: Travis						County of Residence or of the Principal Place of Business:			
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>						Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>			
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right;">ZIP CODE</div>									
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding					
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:		Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).		Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.					
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.						Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). <hr style="border-top: 1px dashed black;"/> Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).			
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.									THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input checked="" type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000									
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input checked="" type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input checked="" type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion									

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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): VPR Operating, LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: See Attached Schedule 1	Case Number: See Attached Schedule 1	Date Filed:	
District: Western District of Texas	Relationship:	Judge:	

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

X _____
 Signature of Attorney for Debtor(s) (Date)

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.

Information Regarding the Debtor - Venue
 (Check any applicable box.)

☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property
 (Check all applicable boxes.)

☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

 (Name of landlord that obtained judgment)

 (Address of landlord)

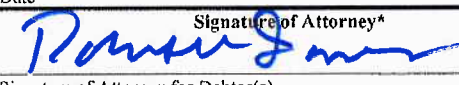
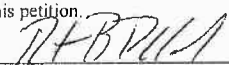
☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

☐ Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): VPR Operating, LLC	
Signatures			
Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b). I request relief in accordance with the chapter of title 11, United States Code, specified in this petition. X _____ Signature of Debtor X _____ Signature of Joint Debtor _____ Telephone Number (if not represented by attorney) _____ Date		Signature of a Foreign Representative I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition. (Check only one box.) <input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached. <input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached. X _____ (Signature of Foreign Representative) _____ (Printed Name of Foreign Representative) _____ Date	
X  Signature of Attorney* Signature of Attorney for Debtor(s) <u>Robert W. Jones</u> Printed Name of Attorney for Debtor(s) <u>Patton Boggs LLP</u> Firm Name <u>2000 McKinney Avenue, Suite 1700</u> <u>Dallas, TX 75201</u> Address <u>214-758-1500</u> Telephone Number <u>03/29/2013</u> Date *In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.		Signature of Non-Attorney Bankruptcy Petition Preparer I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached. _____ Printed Name and title, if any, of Bankruptcy Petition Preparer _____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.) _____ Address X _____ Signature _____ Date Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above. Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual. If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person. <i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i>	
Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition. X  Signature of Authorized Individual <u>Robert B. Polk, Sr.</u> Printed Name of Authorized Individual <u>President</u> Title of Authorized Individual <u>03/29/2013</u> Date			

Voluntary Petition - Schedule 1

The following affiliated entities (collectively, the "Debtors") will be filing, or have filed, voluntary bankruptcy petitions on March 29, 2013.

Name of Debtor	Date Filed	District	Relationship to Other Debtors
VPR Operating, LLC	03/29/2013	Western District of Texas	Affiliate
VPR (OK), LLC	03/29/2013	Western District of Texas	Affiliate
VPR (NM), LLC	03/29/2013	Western District of Texas	Affiliate
VPR Corp.	03/29/2013	Western District of Texas	Affiliate

AUTHORIZATION FOR BANKRUPTCY FILING AND RELATED MATTERS

WHEREAS, at this meeting and at prior meetings, (a) the board of directors (the “Board”) of VPR Corp., a Delaware corporation (the “Company”), and (b) the sole members (the “Subsidiary Sole Members”) of the Filing Subsidiaries (hereinafter identified), have extensively reviewed the alternatives available to the Company and its direct and indirect subsidiaries VPR Operating, LLC, VPR (OK), LLC, and VPR (NM), LLC (collectively, the “Filing Subsidiaries,” and collectively, with the Company, the “Filing Entities”); and

WHEREAS, at this meeting, the Board and the Subsidiary Sole Members received extensive reports from the officers of the Filing Entities regarding the financial conditions and operations of the Filing Entities; and

WHEREAS, at this meeting, the Board and the Subsidiary Sole Members consulted with and received advice from, Evercore Group L.L.C. (“Evercore”), restructuring advisor to the Filing Entities, and Patton Boggs, LLP, legal counsel to the Filing Entities, regarding the strategic alternatives available to the Filing Entities as a result of the current financial and operational condition of the Filing Entities.

AUTHORIZATION FOR BANKRUPTCY FILING

WHEREAS, the Board and Subsidiary Sole Members, after considered review of the financial condition and circumstances of the Filing Entities, including the information presented by the Filing Entities’ advisors, have made the informed determination that it will be in the best interests of the Filing Entities, and their respective members, stockholders and other equity holders, their creditors and other interested parties, to file voluntary petitions (the “Voluntary Petitions”) for relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”);

NOW THEREFORE, BE IT RESOLVED, that the Filing Entities be, and hereby are, authorized to file with the United States Bankruptcy Court for the Western District of Texas, or with any other appropriate bankruptcy court with jurisdiction (the “Bankruptcy Court”) the Voluntary Petitions for reorganization pursuant to the Bankruptcy Code and to perform any and all such acts as the Board, Subsidiary Sole Members, President, Vice President or other appropriate officer or representative of the Filing Entities (individually, each an “Authorized Representative” and collectively the “Authorized Representative”) deems to be reasonable, advisable, expedient, convenient, proper or necessary to effect the foregoing; and

FURTHER RESOLVED, that the Authorized Representatives be, and each of them hereby is, authorized and empowered to execute and deliver and file or cause to be filed with the Bankruptcy Court, on behalf of the Filing Entities, the Voluntary Petitions pursuant to Chapter 11 of the Bankruptcy Code and any and all other documents necessary or appropriate in connection therewith, each in such form or forms as the Authorized Representative(s) so acting may approve; and

FURTHER RESOLVED, that the Filing Entities be, and they are hereby, authorized to file the Voluntary Petitions; and

FURTHER RESOLVED, that the Authorized Representatives be, and each of them hereby is, authorized and empowered to take or cause to be taken any and all such further action, to execute and deliver any and all such further instruments and documents and to pay all such fees and expenses, as the Authorized Representative(s) so acting shall deem appropriate in his, her or their judgment to fully carry out the intent and accomplish the purposes of these Resolutions; and

FURTHER RESOLVED, that all actions heretofore taken by the Authorized Representatives, in the name of and on behalf of the Filing Entities, in connection with any of the foregoing matters be, and hereby are, in all respects ratified, confirmed and approved; and

FURTHER RESOLVED, that the Authorized Representatives be, and each of them hereby is, authorized and empowered, on behalf of and in the name of the Filing Entities, to employ and retain the law firm of Patton Boggs LLP ("Patton Boggs"), as general restructuring counsel for the Filing Entities in the Chapter 11 cases to represent and assist the Filing Entities in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the rights and obligations of the Filing Entities, including filing any pleadings; and in connection therewith, the Authorized Representatives are hereby authorized and directed to execute the appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 cases, and cause to be filed an appropriate application for authority to retain the services of Patton Boggs; and

FURTHER RESOLVED, that the Authorized Representatives be, and each of them hereby is, authorized and empowered, on behalf of and in the name of the Filing Entities, to employ and retain Evercore Group L.L.C. ("Evercore"), as financial advisor for the Filing Entities in connection with any sale of the Filing Entities' assets or as requested by the Authorized Representatives to represent and assist the Filing Entities in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the rights and obligations of the Filing Entities, and in connection therewith, the Authorized Representatives are hereby authorized and directed to execute the appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 cases, and cause to be filed an appropriate application for authority to retain the services of Evercore; and

FURTHER RESOLVED, that the Authorized Representatives, or any of them be, and each hereby is, authorized, directed, and empowered, on behalf of and in the name of the Filing Entities to employ and retain such further legal, accounting, and bankruptcy services firms (together with Patton Boggs and Evercore, the "Professionals") as may be deemed necessary or appropriate by the Authorized Representatives for the Chapter 11 cases.

AUTHORIZATION FOR POST-PETITION FINANCING

WHEREAS, the Filing Entities have entered into negotiations with Delfinco, LP and Victory Park Credit Opportunities, LP (collectively, the "DIP Lenders"), and Victory Park Management, LLC, as administrative and collateral agent (the "DIP Agent") regarding obtaining post-petition financing to ensure that the Filing Entities have sufficient working capital to maintain their business operations during their Chapter 11 cases;

NOW, THEREFORE, BE IT RESOLVED, after full disclosure and discussion of all material facts related thereto, the Board and Subsidiary Sole Members of the Filing Entities deem it advisable, fair to, expedient and in the best interests of their respective members, stockholders and other equity holders, their creditors and other interested parties that the Filing Entities incur secured debtor-in-possession financing from the DIP Lenders and/or DIP Agent in connection with the commencement of the Chapter 11 cases, as well as any other replacement or supplemental financing necessary for the Filing Entities and related to their Chapter 11 cases; and

NOW, THEREFORE, BE IT RESOLVED that the Authorized Representatives be, and each of them hereby is, authorized and directed, on behalf of the Filing Entities to obtain secured debtor-in-possession financing from the DIP Agent and/or DIP Lenders, which financing may require the Filing Entities to grant liens and pay interests to the DIP Agent and/or DIP Lenders, and to take such additional action and to execute and deliver each other agreement, instrument or document to be executed and delivered by or on behalf of the Filing Entities pursuant thereto or in connection therewith, with all such changes therein and additions thereto as any Authorized Representative approves, such approval to be conclusively evidenced by the taking of such action or by the execution and delivery thereof.

AUTHORIZATION FOR SALE OF ASSETS

WHEREAS, the Filing Entities have embarked on negotiations with one or more purchasers regarding the terms and conditions under which the Filing Entities would agree to sell, and a purchaser would agree to acquire certain of the assets and liabilities of the Filing Entities; and

WHEREAS, after full disclosure and discussion of all material facts related thereto, the Board and Subsidiary Sole Members of the Filing Entities deem it advisable, fair to, expedient and in the best interests of the Filing Entities and their respective members, stockholders and other equity holders, their creditors and other interested parties that the Filing Entities be authorized to continue efforts to sell certain of their assets and liabilities to the one or more purchasers pursuant to one or more purchase and sale agreements;

NOW, THEREFORE, BE IT RESOLVED, that the Authorized Representatives be, and each of them hereby is, authorized and empowered, on behalf of the Filing Entities, to petition the Bankruptcy Court to effect any sales of the Filing Entities' assets that the Authorized Representatives believe are in the Filing Entities' best interests; and

FURTHER RESOLVED, that the appropriate Authorized Representative(s) of the Filing Entities shall be, and each individually hereby is, authorized and empowered in the name and on behalf of the Filing Entities to file any and all petitions, schedules, lists and other motions, papers, or documents, and to take any and all actions necessary or advisable to effect the sales of any of the Filing Entities' assets.

GENERAL AUTHORIZATIONS

FURTHER RESOLVED, that all prior lawful acts taken or caused to be taken by or on behalf of (a) the Company by its Board, officers and authorized agents, and (b) the Filing Subsidiaries by their Subsidiary Sole Members, officers and authorized agents, in connection with the

foregoing resolutions and all other documents and actions ancillary thereto be, and they hereby are, confirmed, ratified adopted and approved as acts of the Company or Filing Subsidiary, as the case may be; and

FURTHER RESOLVED, that the Authorized Representatives be, and each of them hereby is, authorized and empowered, for and on behalf of the Filing Entities, in connection with any case voluntarily commenced under Chapter 11 of the Bankruptcy Code, to file or cause to be filed with the Bankruptcy Court, a Plan of Reorganization, together with any amendments or modifications thereto or restatements thereof (the “Plan”) providing for the restructuring and reorganization of the Filing Entities upon such terms as the Authorized Representative(s) executing the same shall deem necessary or appropriate; and

FURTHER RESOLVED, that the Authorized Representatives be, and each of them hereby is, authorized and empowered, for and on behalf of the Filing Entities, to file or cause to be filed with the Bankruptcy Court, a Disclosure Statement and Solicitation of Ballots for the Plan, together with any amendments or modifications thereto, or any restatements thereof (the “Disclosure Statement”) containing such information and disclosure as such Authorized Representative(s) shall deem necessary or appropriate; and

FURTHER RESOLVED, that the Authorized Representatives be, and each of them hereby is, authorized and empowered, for and on behalf of the Filing Entities, to prepare and deliver, or cause to be prepared and delivered and to execute any and all documents or instruments and to do and perform any and all such other acts and things as they may deem necessary, appropriate or advisable to fully effectuate the purposes of each of the foregoing recitals and resolutions and to comply with the provisions of any of the documents or instruments approved or authorized hereby; and

FURTHER RESOLVED, that it is recognized that each of the Board members and, where applicable, each of the Subsidiary Sole Members, has acted here solely in its or his respective capacities as a member of the Board of the Company and as Sole Member of a Filing Subsidiary, and not in any other capacity, including without limitation as a representative or agent for any creditor or shareholder or equity owner of the Company or the Filing Subsidiaries with which any such Board member or Subsidiary Sole Member may be associated or affiliated.

VPR CORP.

March 29, 2013

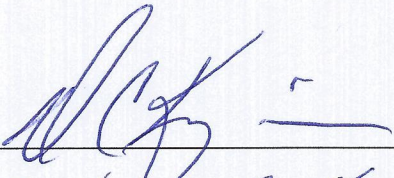
IN WITNESS WHEREOF, the undersigned have executed these resolutions as of the date first set forth above.

[Remainder of Page Intentionally Left Blank – Signature Pages Follow]

By: RTB PULL

Name: Robert B. Pullen, Sr.

Title: Director



Donald C. Knezevic

Director

By:

Name:

Title:

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

<hr/>	§	
In re:	§	Chapter 11
	§	
VPR OPERATING, LLC,	§	Case No. 13-_____
	§	
Debtor.	§	Joint Administration Pending
<hr/>	§	

**STATEMENT OF CORPORATE OWNERSHIP PURSUANT TO RULES 1007 AND
7007.1 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

VPR Operating, LLC (“VPR”), the above-referenced debtor and debtor in possession, files this *Statement of Corporate Ownership Pursuant to Rules 1007 and 7007.1 of the Federal Rules of Bankruptcy Procedure* and respectfully submits the following:

1. VPR Corp. (“VPRC”) owns 100% of the equity interests of VPR.
2. Victory Park Capital Advisors, LLC owns one hundred percent (100%) of the Class A Voting Common Stock of VPRC.
3. Victory Park Credit Opportunities, LP owns forty-eight percent (48%) of the Class B Non-Voting Common Stock of VPRC.
4. Victory Park Credit Opportunities Intermediate Fund, LP owns forty-two percent (42%) of the Class B-Non Voting Common Stock of VPRC.

[Remainder of Page Intentionally Left Blank]

Dated: March 29, 2013

Respectfully submitted,

/s/ Robert W. Jones

Robert W. Jones

rwjones@pattonboggs.com

Brent R. McIlwain

bmcilwain@pattonboggs.com

Brian Smith

bsmith@pattonboggs.com

PATTON BOGGS LLP

2000 McKinney Avenue, Suite 1700

Dallas, TX 75201

Telephone: (214) 758-1500

Facsimile: (214) 758-1550

Proposed Counsel for the
Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

<hr/>	§	
In re:	§	Chapter 11
	§	
VPR OPERATING, LLC, <i>et al.</i>;	§	Case No. 13-_____
	§	
Debtors.	§	Joint Administration Pending
<hr/>	§	

**CONSOLIDATED LIST OF CREDITORS
HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is a list of the above-captioned debtors' (the "Debtors")¹ creditors holding the twenty (20) largest unsecured claims. The list was prepared in accordance with Fed. R. Bankr. P. 1007(d). The list does not include: (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101(31); (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty (20) largest unsecured claims, or (3) certain disputed and unliquidated litigation claims.

The list was prepared with information existing as of March 29, 2013. The Debtors reserve the right to amend the list based on information existing as of the filing date. The information provided is based on a review of the Debtors' books and records. No comprehensive legal and/or factual investigations with regard to possible defenses or counterclaims to the below-listed claims have been completed. Therefore, this listing does not and should not be deemed to constitute: (1) a waiver of any defense, counterclaim, or offset to the below-listed claims; (2) an acknowledgment of the allowability of any of the below-listed claims; and/or (3) a

¹ The Debtors include VPR Operating, LLC; VPR (OK), LLC, VPR (NM), LLC, and VPR Corp.

waiver of any other right or legal or equitable position. The failure of the Debtors to list the claim as contingent, unliquidated, or unknown does not constitute a waiver of the Debtors' right to contest the validity, priority, and/or amount of the claim.


Name of Creditor	Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor who may be contacted	Nature of claim (trade debt, bank loan, government contracts, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim (if secured also state value of security)	Debtor
Pinpoint Drilling & Directional Services LLC	Pinpoint Drilling & Directional Services LLC PO BOX 204093 Houston, TX 77216-4093 Phone: 281-466-3600 Fax: 281-446-3591	Trade		\$ 986,602.51	VPR Operating, LLC
Universal Pressure Pumping Inc	Universal Pressure Pumping Inc 4510 Lamesa Highway Snyder, TX 79549 Phone: 432-221-7027	Trade		\$ 881,679.28	VPR Operating, LLC
PROPETRO SERVICES, INC.	PROPETRO SERVICES, INC. 1706 SOUTH MIDKIFF ROAD BUILDING B MIDLAND, TX 79701 Phone: 432-688-0012 Fax: 432-688-3976	Trade		\$ 530,067.06	VPR Operating, LLC
Stemcor AG	Stemcor AG 8505 Technology Forest Place Suite 401 The Woodlands, TX 77381 Phone: 281-586-0495 Fax: 281-586-0495	Trade		\$ 524,255.79	VPR Operating, LLC
Professional Directional Enterprises, Inc.	Professional Directional Enterprises, Inc. P.O. Box 677457 Dallas, TX 75267-7457 Phone: 936-441-7266 Fax: 936-441-7268	Trade		\$ 510,178.63	VPR Operating, LLC
NW OIL SERVICES, LLC	NW OIL SERVICES, LLC 900 KASTRIN ST EL PASO, TX 79907 Phone: 915-595-2028 Fax: 915-594-8034	Trade		\$ 494,514.97	VPR Operating, LLC
TESCO CORPORATION (US)	TESCO CORPORATION (US) 3993 W. SAM HOUSTON PKWY. N., SUITE 100 HOUSTON, TX 77043 Phone: 713-849-5900 Fax: 713-359-7001	Trade		\$ 492,649.74	VPR Operating, LLC
TanMar Rentals LLC	TanMar Rentals LLC PO BOX 1376 Eunice, LA 70535 Phone: 337-432-5384 Fax: 337-432-6368	Trade		\$ 439,893.87	VPR Operating, LLC
Oil States Energy Services	Oil States Energy Services 1600 W. Highway 6, Ste. 418 Alvin, TX 77511 Phone: 432-943-2556 Fax: 713-470-4888	Trade		\$ 432,428.44	VPR Operating, LLC
PAR FIVE ENERGY SERVICES, LLC	PAR FIVE ENERGY SERVICES, LLC PO BOX 993 ARTESIA, NM 88211 Phone: 575-748-1288 Fax: 575-748-9029	Trade		\$ 376,449.17	VPR Operating, LLC

Name of Creditor	Name, telephone number, fax numbers and complete mailing address, including zip code of employee, agents, or department of creditor who may be contacted	Nature of claim (trade debt, bank loan, government contracts, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim (if secured also state value of security)	Debtor
Tiger of the North	Tiger of the North Transportation, LLC 1614 N Gulf Street Hobbs, NM 88240 Phone: 575-393-9917 Fax: 575-397-0048	Trade		\$ 368,406.15	VPR Operating, LLC
The Artesia Lumber Co.	The Artesia Lumber Co. P.O. Box 5564 Midland, TX 79704 Phone: 432-682-7422 Fax: 432-682-6233	Trade		\$ 317,857.55	VPR Operating, LLC
Gandy Corporation	Gandy Corporation P.O. Box 2140 Lovington, NM 88260 Phone: 575-396-0522 Fax: 575-396-0797	Trade		\$ 302,424.17	VPR Operating, LLC
Oil Dog Pipe Rentals	Oil Dog Pipe Rentals P.O. Box 4545 Midland, TX 79704 Phone: 432-620-8711 Fax: 432-620-0199	Trade		\$ 290,393.98	VPR Operating, LLC
EMS USA, INC	EMS USA, INC 2000 BERING DRIVE, SUITE 600 HOUSTON, TX 77057 Phone: 713-595-7600 Fax: 281-998-0303	Trade		\$ 264,234.99	VPR Operating, LLC
PATTERSON SERVICES, INC.	PATTERSON SERVICES, INC. 8032 MAIN ST. HOUMA, LA 70360 Phone: 985-851-5541 Fax: 855-291-0926	Trade		\$ 256,764.85	VPR Operating, LLC
Choice Oilfield Service	Choice Oilfield Service P O Box 337 Lovington, NM 88260 Phone: 575-396-3428 Fax: 575-396-0155	Trade		\$ 239,756.97	VPR Operating, LLC
DE LA SIERRA TRUCKING INC.	DE LA SIERRA TRUCKING INC. 3116 ROSE ROAD HOBBS, NM 88242 Phone: 5057380972 Fax: 575-738-0973	Trade		\$ 238,489.33	VPR Operating, LLC
EUNICE WELL SERVICING, INC	EUNICE WELL SERVICING, INC PO BOX 1500 HOBBS, NM 88241 Phone: 575-393-9898 Fax: 573-393-9889	Trade		\$ 236,809.73	VPR Operating, LLC
ABC Rental Tool Co. DBA CAVALOZ ENERGY INC.	ABC Rental Tool Co. DBA CAVALOZ ENERGY INC. P.O. Box 1500 Hobbs, NM 88241 Phone: 505-394-3155 Fax: 575-393-9889	Trade		\$ 236,244.26	VPR Operating, LLC

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President of the above-captioned Debtors, declare under penalty of perjury that I have read the foregoing Consolidated List of Creditors Holding Twenty Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Date: 03/29/2013

Signature: 
Name: Robert B. Pullen, Sr.
Title: President

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION

In re:	§	
	§	Chapter 11
VPR OPERATING, LLC, et al.;	§	
	§	Case No. 13-_____
Debtors.	§	
	§	Joint Administration Pending
	§	

VERIFICATION OF CONSOLIDATED CREDITOR MATRIX

I, the limited liability company named as the debtor in this case, verify that the attached consolidated list of creditors is true and correct to the best of my knowledge.

R+B D/H
Name: Robert B. Piller, Sr.
Title: President

03/29/2013
Date

1406 Investors Ltd
1406 Camp Craft
Suite 222
Austin, TX 78746

24/7 WELDING
WILLIAM JOHNSON
P.O. BOX 60762
MIDLAND, TX 79711

A & A Tank Truck Company
P.O. Box 722588
Norman, OK 73070

A & M Machine Works Inc
P.O. Box 1196
Hobbs, NM 88241-1196

A&A TRUCKING
10310 FM 307
MIDLAND, TX 79706

A.C.D. Oilfield Service LLC
PO BOX 553
Lovington, NM 88260

A.FEEZEL CORPORATION
DBA CAM TRUCKING & WELL SVC
PO BOX 1371
ADA, OK 74821

A-1 Sign Engravers, Inc.
P.O. Box 2641
Midland, TX 79702

AAA Fiberglass Repair LLC
10519 S Sunnylane
Oklahoma City, OK 73160

ABANI ENERGY SERVICES LLC
505 N. BIG SPRING SUITE 500
MIDLAND, TX 79701

ABC Rental Tool Co.
DBA CAVALOZ ENERGY INC.
P.O. Box 1500
Hobbs, NM 88241

Acidizing & Cementing
Services Inc
P O Box 751
Crescent, OK 73028

Acme Truck Lines, Inc.
MSC-410683
PO BOX 41500
Nashville, TN 37241-5000

ADL ENTERPRISES LLC
807 WEST 10TH STREET
ROSWELL, NM 88201

ADP, INC
PO BOX 9001006
LOUISVILLE, KY 40290-1006

Advanced Telecom
PO Box 500067
Austin, TX 78750

AFCO
4501 College Blvd
Suite 320
Leawood, KS 66211-2328

Air Drilling Solutions, LTD
PO BOX 4541
Midland, TX 79704

Akome, Inc.
PO BOX 2038
Hobbs, NM 88241

AKOME, INC.
PO BOX 2038
HOBBS, NM 88241-2038

Alfa & Omega Trucking
PO BOX 211
Kermit, TX 79745

Alliance Flow, LLC
PO BOX 1599
Artesia, NM 88211-1599

ALLIANCE TRUCKING, LLC
PO BOX 1599
ARTESIA, NM 88211

ALPHA OMEGA CONTRACT SALES &
CONSULTING INC
8719 W SATURN ST
ODESSA, TX 79764

Amber Cassidy
1406 Camp Craft Road
Suite 100
Austin, TX 78746

Amber Richards
123 Discovery
Kyle, TX 78640

Ambrose Construction
1001 Timber Grove Road
Ardmore, OK 73401

AMERICAN CRANE & EQUIPMENT
P.O BOX 13293
ODESSA, TX 79768

AMERICAN EAGLE LOGISITCS, LLC
151 SOUTHPARK
SUITE 200
LAFAYETTE, LA 70508

AMERICAN PRODUCTION SERVICES
AMERICAN SAFETY SERVICES, INC.
PO BOX 12874
ODESSA, TX 12874

ANDY LORD
630 W. SOCKWELL ST.
HOBBS, NM 88242

Angela Palma
7501 Shadowridge Run
Unit 107
Austin, TX 78749

ANSWERING SERVICE CARE
BY GLOBAL RESPONSE
777 SOUTH STATE ROAD 7
MARGATE, FL 33068-2803

ARAPAHOE OILFIELD SERVICE, LLC
2906 W. MARLAND
PO BOX 1127
HOBBS, NM 88241

Arch Services LLC
P.O. box 1569
Eunice, NM 88231

ARCINIEGA TRUCKING
1531 N. CATHERINE DRIVE
HOBBS, NM 88240

Armstrong, Backus & Co., LLP
P.O. Box 71
San Angelo, TX 76902

Arrow Business Printing
3425 Bee Caves Road
Austin, TX 78746

Arrow Pump & Supply Inc
PO Box 1070
Seminole, OK 74818

Arrow We-Go Perforators, Inc
PO Box 862
Norman, OK 73070

ARTEXOMA LOGISTICS, LLC
207 QUEENSWAY
SEARCY, AR 72143

ARVINE PIPE & SUPPLY CO., INC.
1708 TOPEKA DR.
NORMAN, OK 73069

Asher Oilfield Specialty, Inc
PO Box 95421
Oklahoma City, OK 73143

Associated Wire Line
Services Inc
P O Box 906
Healdton, OK 73438

AT&T
PO Box 5001
Carol Stream IL,

ATD, LLC
DBA AIR TECH DRILLING
PO BOX 1920
HOBBS, NM 88241

B J PIPE & SUPPLY
600 Tatum Hwy
Lovington, NM 88060

B&J Chemical Services LLC
PO Box 1602
Ada, OK 74821-1602

B&L Satellite Rentals, Inc.
PO BOX 2
Eunice, NM 88231

B&R Pump & Equipment, Inc.
4001 S High
Oklahoma City, OK 73129

BAD BOY EXPRESS LLC
13705 W COUNTY RD 122
ODESSA, TX 79765

BADGER DAYLIGHTING CORP
1300 E US HWY 136
SUITE E
PITTSBORO, IN 46167

BAKER HUGHES OILFIELD, INC.
2105 Market Street
Midland, TX 79703

BANDERA MINERALLS III L.L.C
7134 S. YALE AVE
SUITE 510
TULSA, OK 74136

Basic Energy Services Inc
P O Box 2370
Hobbs, NM 88241

BASIN LLC
GARY L JONES
PO BOX 1786
HOBBS, NM 88240

BATTLE ENERGY SERVICES LLC
PO BOX 7
LOVINGTON, NM 88260

BDO USA, LLP
515 Congress Ave Ste 2600
Austin, TX 78701

Bettie Kimbrell
34525 E County Road 1650
Wynnewood, OK 73098-9174

BIG TIME ROUSTABOUT
PO BOX 523
ARTESIA, NM 88211

BLAIR TOOL, INC.
PO BOX 160
HOBBS, NM 88241

BLOWOUT TOOLS, INC.
2202 OIL CENTER COURT
HOUSTON, TX 77073

Blue Cross Blue Shield
of Texas
901 S Central Expressway
Richardson, TX 75080

BOOMERANG TRUCKING
PO BOX 9729
MIDLAND, TX 79708

Borets-Weatherford US Inc.
P.O. Box 203739
Houston, TX 77216-3739

B-P Supply Inc
PO Box 976
Andrews, TX 79714

Branco Well Services
PO Box 14248
Odessa, TX 79768

BRONCO SERVICES
PO BOX 2404
HOBBS, NM 88241

Brown Oil Tools
P.O. Box 2634
Ada, OK 74821

Brown's Sandblasting & Coating
1800 SE 5001
Andrews, TX 79714

Bruce Jones's Oilfield Service
10520 N County Road 3050
PO BOX 614
Lindsay, OK 73052

Bryan's Oilfield Service, Inc.
PO Box 759
Eunice, NM 88231

Bull Rogers, Inc.
P. O. Box 2525
Hobbs, NM 88241

BULLDOG SERVICES, INC.
PO BOX 617
STAMFORD, TX 79553

Bullet Energy Service LLC
P O Box 26
Velma, OK 73491

BULLHORN, INC.
PO BOX 563
HOBBS, NM 88241-0563

Bureau of Land Management
Attn: James Smith
620 W. Greene St.
Carlsbad, NM 88220

Burleson Pump Company
P O Box 95166
Oklahoma City, OK 73143-5166

BUTCH'S RATHOLE & ANCHOR
SERV
PO BOX 1323
LEVELLAND, TX 79336

C&C Transport, LLC
P.O. Box 1352
Hobbs, NM 88241

C&E Environmental, LLC
520 Central Parkway East
Suite 228
Plano, TX 75074

C&M Roustabout Services, LLC
P.O. Box 1145
Pauls Valley, OK 73075

C&R OILFIELD SERVICES, LLC
PO BOX 160
CARLSBAD, NM 88220

C.D. RAY, LLC
502 N BIG SPRING ST.
PO BOX 51608
MIDLAND, TX 79710

Cabello Oilfield Service LLC
P O Box 1775
Lovington, NM 88260

Cactus Oilfield Services, DBA
PO Box 6401
Abilene, TX 79608

CAPITAN CORPORATION
PO BOX 60018
MIDLAND, TX 79711

Cardinal Surveys Company
PO Box 729
Odessa, TX 79760-0729

Cary Pierce
P.O. Box 1095 532 E 9th St
Colorado City, TX 79512

Casedhole Solutions
PO Box 267
1720 N. Airport Rd.
Weatherford, OK 73096

Cawley, Gillespie & Associates
306 W. 7th Street
Suite 302
Fort Worth, TX 76102

CDI Energy Services
P.O. Box 974594
Dallas, TX 75397-4594

CF & Co., LLP
8750 N Central Expressway
Suite 300
Dallas, TX 75231

Charles L. Helm, P.C.
105 North Hudson
Suite 700
Oklahoma City, OK 73102

CHARLES S. KUSS & ASSOC., INC.
130 SPRING PARK DRIVE
SUITE 104
MIDLAND, TX 79705

Charlie's Trucking &
Forklift Inc
PO Box 158
Lindsay, OK 73052-1158

Chemical Weed Control Inc
PO Box 512
Brownfield, TX 79316

Choice Oilfield Service
P O Box 337
Lovington, NM 88260

Chris Whitman
PO Box 1013
Lovington, NM 88260

Cindy Cruz
1370 CR 217
Florence, TX 76527

City Stamp & Seal Company
1308 West Anderson Lane
Austin, TX

CJK TECH LLC
126 West Silver Dr
Hobbs, NM 88240

CLEAN SLATE SERVICES LLC
6501 VEST RD
CARLSBAD, NM 88220

Closed Loop Specialties LLC
P.O. Box 1479
Carlsbad, NM 88221

CMO, LLC
PO BOX 1896
CARLSBAD, NM 88221-1896

C-N-M Electric
P.O. Box 903
Lovington, NM 88260

Cogburn Pipe & Supply Inc
P O Box 707
Tatum, NM 88267

COLE INTERNATIONAL TUBULAR
SVC
14 Rosedale Brook Ct.
The Woodlands, TX 77381

Commission of Public Lands
PO Box 1148
Santa Fe, NM 87504-1148

Complete I.T.
1108 Lavaca Street Ste 110-199
Austin, TX 78701

Compuforms Data Products Inc
2100 Baird Farm Road
Arlington, TX 76006

ConocoPhillips Co
22342 Network Place
Chicago, IL 60673-1223

Controlled Recovery Inc
4507 W Carlsbad Highway
Hobbs, NM 88240

Corinne Pullen
1701 Mill Springs Drive
Austin, TX 78746

Corporation Service Company
P.O. Box 13397
Philadelphia, PA 19101-3397

CORROSION LTD.
4321 SCR 1290
ODESSA, TX 79765

COSI ENERGY SERVICES LLC
4311 SO. CO. RD 1298
P.O. BOX 61994
MIDLAND, TX 79711

COUGAR TOOL AMERICAS, INC.
7319-17 STREET
EDMONTON, AB
CANADA, T6P 1P1

CRAIG'O SERVICES
PO BOX 9727
MIDLAND, TX 79708

Crain Hot Oil & Acidizing Inc
PO BOX 613
Lovington, NM 88260

CREDO ENERGY SERVICES, LLC
4008 N GRIMES ST
PMB 269
HOBBS, NM 88240

CREED INC
PO BOX 759
LOVINGTON, NM 88256

CTS CONSTRUCTION AND
TURNAROUND SPECIALIST, INC.
2619 COLLEGE AVE
SNYDER, TX 79549

CUATRO TRANSPORTATION, INC.
PO BOX 1384
JAL, NM 88252

Currier Abstact Company
PO Box 540
Artesia, NM 88211-0540

CUSTOM WELDING OF HOBBS,
INC.
PO BOX 1258
HOBBS, NM 88241

D & L Meters &
Instrument Service Inc
P.O. Box 1621
Lovington, NM 88260

D&T BACKHOE, INC.
PO BOX 608
LOVINGTON, NM 88260

Dale Hale
Box 894
Tatum, NM 88267

Daniel J Bates
5410 Bee Caves Road
Austin, TX 78746

Danlin Industries Corporation
PO Box 677464
Dallas, TX 75267-7464

Danny's Hot Oil Service Inc
P O Box 682
Tatum, NM 88267

David Bilbrey
HC 65 - Box 55
Crossroads, NM 88114

David Temple
30782 East CR 1610
Pauls Valley, OK 73075

Davis Backhoe Service
P O Box 44
Bledsoe, TX 79314-0044

DAVIS FLUID CALIPERS, INC.
PO BOX 1033
HOBBS, NM 88241

DC Rental
P.O. Box 115
Crossroads, NM 88114

DC SALES LLC
PO BOX 2307
HOBBS, NM 88241

DE LA SIERRA TRUCKING INC.
3116 ROSE ROAD
HOBBS, NM 88242

Dean's Pumping Inc
PO Box 1569
Eunice, NM 88231

DELAWARE SECRETARY OF STATE
Division of Corporations
PO BOX 11728
Newark, NJ 07101-4728

Delhi Landrum
19410 Joanleigh Drive
Spring, TX 77388

Dell Financial Services
Payment Processing Center
PO BOX 5292
Carol Stream, IL 60197-5292

DEL'S FLUID CAIPERS, INC
PO BOX 14892
ODESSA, TX 79768

DEL'S INSPECTION SERVICE CO
2212 MADERA
ODESSA, TX 79763

Devon Energy Production Co, LP
PO Box 842485
Dallas, TX 75284-2485

Diversified Equipment LP
P.O. Box 154
Plains, TX 79355

Diversified Field Services
PO Box 5966
Hobbs, NM 88242

DKD LLC
PO BOX 682
TATUM, NM 88267

DNU THIS VEN CODE
State Land Office
310 Old Santa Fe Trail
Santa Fe, NM 87501

Documation of Austin, Inc
PO Box 790448
St Louis, MO 73179-0448

Double M
P.O. Box 1076
Jal, NM 88252

Double M Energy LLC
3301 N Enterprise Dr
Hobbs, NM 88240

Double R Pipe & Supply Inc
PO Box 26
Lovington, NM 88260

DOWNHOLE VIEW LLC
PO BOX 14483
ODESSA, TX 79768

Durango Trucking
Jose Cristino Avila
3610 East Stanolind Rd
Hobbs, NM 88240

Dutcher-Phipps Crane & Rigging
PO Box 910
Monahans, TX 79756

DWJS Construction
1680 SW 86th Street
Oklahoma City, OK 73159

DXP Enterprises Inc.
PO Box 201791
Dallas, TX 75320-1791

DYNAMIC FISHING & RENTALS
LLC
P.O BOX 150
MIDLAND, TX 79702

E&P Wireline Services LLC
P.O. Box 201335
Dallas, TX 75320-1335

E.O.S RENTALS, LLC
4008 N. GRIMES ST., #144
HOBBS, NM 88240

EAGLE CAPITAL CORPORATION
JONEZY HOT SHOT SERVICE
1825 PETROLEUM DRIVE
ODESSA, TX 79762

Echo Production, Inc
P.O. Box 1210
Graham, TX 76450

EDMONDSON SERVICES, LLC
607 CARRETA ROAD
CARLSBAD, NM 88220

ELITE WELL SERVICES LLC
2702 N FREEMAN
P.O. BOX 1426
ARTESIA, NM 88211-0426

Elizabeth Grant
1300 Verdant Way
Austin, TX 78746

Elizabeth Grant
1300 Verdant Way
Austin, TX 78746

ELLISON FLUID CALIPERS
PO BOX 15039
ODESSA, TX 79768

ELY AND ASSOCIATES OF TX, LLC
14343-G TORREY CHASE BLVD.
HOUSTON, TX 77014

EMPIRE SERVICES, LLC
P.O. BOX 696
LOVINGTON, NM 88260

EMS USA, INC
2000 BERING DRIVE, SUITE 600
HOUSTON, TX 77057

Eunice Pump & Supply LLC
P O Box 1500
Hobbs, NM 88241

EUNICE WELL SERVICING, INC
PO BOX 1500
HOBBS, NM 88241

Evans & Evans Studios
8424 East Otero Circle
Centennial, CO 80112-3313

Excalibur Corp
P.O Box 94
804 Ave I
Eunice, NM 88231

EXPRO HOLDINGS US INC.
DEPT 2080
PO BOX 122080
DALLAS, TX 75312-2080

EXTREME SERVICES LLC
PO BOX 595
LOVINGTON, NM 88260

EZ OILFIELD SERVICES INC
1313 N 1ST STREET
LOVINGTON, NM 88260

F&F Tool Company
PO Box 1466
Seminole, OK 74818-1466

FedEx
P O Box 660481
Dallas, TX 75266-0481

FedEx Office
3300 Bee Caves Road
Suite 715
Austin, TX 78746-6663

FedEx/Kinko's
PO Box 660481
Dallas, TX 75266-0481

FORKLIFT ENTERPRISES
P.O DRAWER 70
HOBBS, NM 88241

Fort Dearborn Life
Insurance Company
36788 Eagle Way
Chicago, IL 60678-1367

FOX TANK COMPANY
PO BOX 2260
5580 E. HWY 180
ALBANY, TX 76430

FUTURE Energy Services
5850 Town and Country Blvd
Ste 902
Frisco, TX 75034

G and L Trucking LLC
1009 W Broadway Street
Hobbs, NM 88240

Gables Residential Services
Gables Corp Accommodations
3399 Peachtree Road Ste 600
Atlanta, GA 30326

Gandy Corporation
P.O. Box 2140
Lovington, NM 88260

Gandy Marley Inc
P O Box 1658
Roswell, NM 88202

Gardere Wynne Sewell LLP
Attorneys and Counselors
PO Box 660256
Dallas, TX 75266-0256

Garvin County Clerk
PO Box 926
Pauls Valley, OK 73075

Gene Duncan Consulting
P O Box 422
Guthrie, OK 73044

GEOMAP COMPANY
1100 GEOMAP LANE
PLANO, TX 75074-7199

Glenn's Water Well Service Inc
Box 692
Tatum, NM 88267

GLOBE ENERGY SERVICES
P.O BOX 255
SNYDER, TX 79550

Graco Fishing & Rental Tools
DBA Graco Oilfield Services
PO BOX 677630
Dallas, TX 75267-7630

Grand Resources, LLC
1515 Calle Sur
Hobbs, NM 88240

Gray Wireline Service, Inc.
PO Box 209045
Dallas, TX 75320-9045

GREGORY ROCKHOUSE RANCH INC
1108 W. PIERCE ST
CARLSBAD, NM 88220

GYRODATA, INC
23000 Northwest Lake Dr.
HOUSTON, TX 77095

H.L. TRUCKING LLC
PO BOX 1272
HOBBS, NM 88240

Haarmeyer Electric, Inc.
PO Box 478
Lovington, NM 88260

HALIBURTON ENERGY SERVICES INC
DBA BOOTS & COOTS
10200 BELLAIRE BLVD.
HOUSTON, TX 77042

Harper & Associates, Inc
6815 Manhattan Blvd
Suite 201
Fort Worth, TX 76120

Heavenly Care Moving Services
13266 Pond Springs Road
Austin, TX 78729

Henry Lozoya DBA H&L Pumping
1731 Rose Lane
Hobbs, NM 88240

Heredia Trucking
625 E. Permian Dr.
Hobbs, NM 88240

HILL ENGINE, INC.
1107 W. MARLAND
HOBBS, NM 88240

Hobbs Anchor, Inc.
P.O. Box 1227
Hobbs, NM 88241

HOBBS RENTAL CORPORATION
P.O. BOX 3435
HOBBS, NM 88241

HOT RODS HOT SHOT SERVICE,
LLC
5 VERSAILLES CIRCLE
ODESSA, TX 79762

Hotco
P.O. Box 1603
Cushing, OK 74023

Hough Haulin Inc
PO Box 1186
Cushing, OK 74023

HOWARD CASING & TUBING LLC
P.O BOX 1509
MIDLAND, TX 79702

Hudson Packer Company Inc.
P.O. Box 104
Hobbs, NM 88241

Hughes Oilfield Transporation
2513 N MERCURY
Odessa, TX 79763

Hydrostatic Pipe Service, Inc.
P.O. Box 2428
Hobbs, NM 88241

ICON Oilfield Services, LLC
5950 Berkshire Lane
Suite 1401
Dallas, TX 75225

Ideal Derrick & Structures
2970 South county Road West
Odessa, TX 79766

IHS Global Inc
Department Number 142
Denver, CO 80271-0142

Imperial Credit Corporation
PO Box 200455
Dallas, TX 75320-0455

Independent Oil and Gas Assoc
of West Virginia, Inc.
405 Capitol St Ste 808
Charleston, WV 25301

INDUSTRIAL GROUNDS SUPPORT
LLC
P.O. BOX 69
HENNEPIN, OK 73444

Internal Revenue Service
Dept of Treasury
5450 Stratum Drive, Suite 150
Fort Worth, TX 76137

Iron Mountain
PO Box 27128
New York, NY 10087-7128

Ismael Garcia
PO BOX 177
Seminole, TX 79360

J & A Services, LLC
P.O. Box 997
Lovington, NM 88260

J & B Well Servicing
HC 65 Box 274
Crossroads, NM 88114

J & S Tubing Testing Inc
2107 Williams Rd
Big Spring, TX 79720

J B FLUID SERVICES INC
PO BOX 1027
SEMINOLE, TX 79360

J Cooper Enterprises, Inc.
DBA Cooper Water Sales
PO Box 36
Monument, NM 88265

J R Barnes
27707 North County Road 3210
Wynnewood, OK 73098

J&J Rentals, LLC
204 North Avenue C
Hobbs, NM 88240

J&S Oilfield Services Inc.
819 West Ave A
Lovington, NM 88260

J&W WELL SERVICE & EQUIP CO.

PO BOX 11021
MIDLAND, TX 79702

JA Oilfield Services
653 State Hwy. 206
McDonald, NM 88262

Jack Millsap Company
P.O. Box 12936
Odessa, TX 79768-2936

Jacobs Engineering
c/o Bank of America
Lockbox 18713F
St. Louis, MO 63150-8713

JAL COUNTRY CLUB
PO BOX 1283
JAL, NM 88252

James R. Huling
2308 Mistletoe Blvd
Fort Worth, TX 76110-1132

Jell Creative, Inc.
4410 N Ravenswood
Suite 200
Chicago, IL 60640

JIM SOUTHERLAND
J&J WELL SERVICE
PO BOX 686
LONE GROVE, OK 73443

Joe's Roustabout & Well Svc.
DBA On the Mark Oilfield Svcs
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ARTESIA, NM 88210

Kenemore Welding &
Oilfield Services Inc
PO Box 154
Maljamar, NM 88264

Kiamichi Energy Corporation
2308 Mistletoe Boulevard
Fort Worth, TX 76100-1132

Kirkham Savage
4525 Depew
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KLEIN AUTOMATION &ELECTRIC INC
914 N. LINAM
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KNIGHT OIL TOOLS, LLC
DBA KNIGHT FISHING SERVICES
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PO Box 12587
Odessa, TX 79768

Knox Oil Field Supply
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Lea County Electric Coop.
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Lovington, NM 88260

LEA COUNTY TREASURER
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LEA ENERGY SERVICES, LLC
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Lee R's Enterprise, Inc.
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Lee Winn Geoscience LLC
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LEWIS CASING CREWS, INC.
P.O. BOX 13747
ODESSA, TX 79768

LIBERTY FISHING & RENTAL TOOLS
INC
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ODESSA, TX 79768

Liberty Maintenance
Services Inc
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2330 East I-20 So. Service Rd
Odessa, TX 79766

LIMESTONE LIVESTOCK
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LONE MOUNTAIN
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PAY TO: SECURITY BUSINESS CAPI
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Ardmore, OK 73402

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P O Box 870164
Kansas City, MO 64187-0164

M and S Service Inc
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M J R Investment Inc
P O Box 1051
Pauls Valley, OK 73075

Magma Resources, LLC
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Magnum Drilling Services, Inc.
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Man Welding Services Inc.
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7411 VALDEZ ST.
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McWilliams Well Analyzing LLC
1841 Cotton Avenue
Levelland, TX 79336

Megadyne Services Corp
109 S E Ave
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Meridian Pipe & Equipment
Company Inc
417 West 18th St Ste 102
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Michael Harton
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TRUCKING
PO BOX 158
LOVINGTON, NM 88260

Mico Rentals, LLC
P.O. Box 128
Lovington, TX 88260

MICO SERVICES, LLC
PULLING & SWABBING UNITS
PO BOX 147
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MID LEA COUNTY WATER LLC
PO BOX 1735
1324 MAIN STREET
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801 N. MAIN STREET SITE Q
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Mike's Engine Service Inc
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Mills Well Service
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521 PRAIRIE GULCH DR
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362 Cross Meadow Court
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MUSTANG HOT SHOT
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HOUSTON, TX 77036

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EL PASO, TX 79907

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PARKER ENERGY SUPPORT SERVICES
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PERMIAN POWER TONG, INC.
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Permian Pump & Supply, Inc.
PO Box 12468
Odessa, TX 79768-2468

Permian Tank & Manufacturing
PO Box 4456
Odessa, TX 79760

Permian Treating Chemicals Inc
P O Box 815
Tatum, NM 88267

PERMITS WEST, INC.
37 VERANO LOOP
SANTA FE, NM 87508

Petro Quest Acidizing LLC
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Wewoka, OK 74884

PINNACLE PROPANE, LLC
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IRVING, TX 75014

Pinpoint Drilling &
Directional Services LLC
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Pitmon Oil & Gas Co.
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Production Specialty Services, Inc.
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Professional Directional Enterprises, Inc.
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BUILDING B
MIDLAND, TX 79701

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6726 BEE CAVE RD
AUSTIN, TX 78746-5006

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Decatur, TX 76234

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Purchase Power
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Rachel Reiter
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DBA MESA VERDE CONTRACT
PUMPING
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RANKIN, TX 79778

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S.B. TRANSPORT
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Co Inc
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Tech Field Services LLC
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Tomball, TX 77375-0034

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TESCO CORPORATION (US)
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STE 825
HOUSTON, TX 77057

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Hobbs, NM 88240

The Supply Store Inc
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SCHLUMBERGER CO
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Tiger of the North
Transportation, LLC
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City of Industry, CA 91716-0074

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WadeCo Specialties, LLC
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WALTON CONTRACTING LLC
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P O Box 689
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WILBANKS TRUCKING, INC.
PO BOX 1390
ARTESIA, NM 88211

Wilcox Pipe & Supply Co
PO Box 890074
Oklahoma City, OK 73189

Wild Horse Energy Services
1905 Morgan way
Midland, TX 79705

Wildcat Measurement Service
P.O. Box 1836
Artesia, NM 88211-1836

William & Carol Powell
11200 Ropers Avenue
Paoli, OK 73074

Williamson Petro Consultants
3003 Veterans Air Park Lane
Suite 1100
Midland, TX 79705

Willis of Texas Inc
1001 ESE Loop 323
Suite 240
Tyler, TX 75701

Willis Oilfield Trucking, LLC
PO BOX 2407
Elk City, OK 73648

WINDMILL TRUCKING
21 W CROCKETT RD
LOVINGTON, NM 88260

Young's Factory Built Homes
4830 Seminole Highway
Hobbs, NM 88240

ZATTS ELECTRIC, LLC
P.O BOX 877
DENVER CITY, TX 79323

ZNERGEN OPERATING, LLC
PO BOX 3611
BIG SPRING, TX 79720